

KIRKPATRICK & LOCKHART
PRESTON GATES ELLIS LLP
David A. Murdoch, Esq. (PA I.D. No. 00239)
Henry W. Oliver Building
535 Smithfield Street
Pittsburgh, PA 15222
(412) 355-6500
(412) 355-6501 (fax)
and
Robert N. Michaelson, Esq. (RM 5312)
599 Lexington Avenue
New York, NY 10022-6030
(212) 536-3900
(212) 536-3901 (fax)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	Chapter 11
In re:	:	
	:	Case No. 05-44481 (RDD)
DELPHI CORPORATION, et al.,	:	(Jointly Administered)
	:	
Debtors	:	
-----X		

**CONDITIONAL WITHDRAWAL OF OBJECTION OF WESCO DISTRIBUTION, INC.
TO DEBTORS' MOTION FOR ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 502(c)
ESTIMATING OR PROVISIONALLY ALLOWING CERTAIN UNRECONCILED
CLAIMS SOLELY FOR PURPOSES OF ADMINISTRATION OF DISCOUNT RIGHTS
OFFERING**

WESCO Distribution, Inc. ("WESCO"), by its undersigned attorneys, Kirkpatrick & Lockhart Preston Gates Ellis LLP, hereby files this Conditional Withdrawal of Objection of WESCO Distribution, Inc. to Debtors' Motion for Order Pursuant to 11 U.S.C. §§ 105(a) and 502(c) Estimating or Provisionally Allowing Certain Unreconciled Claims for Purposes of Administration of Discount Rights Offering, filed on January 11, 2008 at Docket No. 11910 (the "Objection"). WESCO is withdrawing its Objection at the request of Delphi Corporation and certain of its affiliates ("Delphi"), based on Delphi's agreement that the amount of proof of claim

no. 12223 shall be \$57,118.87 (the "WESCO Claim") solely for purposes of participation in the Rights Offering. WESCO reserves all rights to renew its Objection if discount rights are not administered or distributed in an amount consistent with the WESCO Claim.

Dated: January 16, 2008

Respectfully submitted,

KIRKPATRICK & LOCKHART
PRESTON GATES ELLIS LLP

/s/ David A. Murdoch

David A. Murdoch, Esq. (PA I.D. No. 00239)
Henry W. Oliver Building
535 Smithfield Street
Pittsburgh, PA 15222
(412) 355-6500
(412) 355-6501 (fax)

and

Robert N. Michaelson, Esq. (RM 5312)
599 Lexington Avenue
New York, NY 10022-6030
(212) 536-3900
(212) 536-3901 (fax)

Attorneys for WESCO Distribution, Inc.

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served upon the parties listed
below, by first-class United States Mail, postage prepaid, on the 16th day of January, 2008:

Delphi Corporation
ATTN: General Counsel
5725 Delphi Drive
Troy, MI 48098

Latham & Watkins LLP
ATTN: Robert J. Rosenberg and
Mark A. Broude
885 Third Avenue
New York, NY 10022

Skadden, Arps, Slate, Meagher & Flom LLP
ATTN: John Wm. Butler, Jr. and
John K. Lyons
333 West Wacker Drive, Suite 2100
Chicago, IL 60606

Fried, Frank, Harris, Shriver & Jacobson LLP
ATTN: Bonnie Steingart
One New York Plaza
New York, NY 10004

Davis Polk & Wardwell
ATTN: Donald Bernstein and Brian Resnick
450 Lexington Avenue
New York, NY 10017

Office of the U.S. Trustee
for the Southern District of New York
ATTN: Alicia M. Leonhard
33 Whitehall Street, Suite 2100
New York, NY 10004

/s/Kristen Serrao